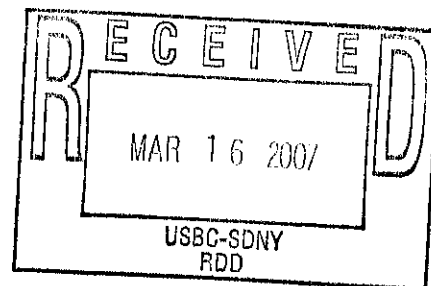


SOTIROFF & ABRAMCZYK, P.C.

COUNSELORS AT LAW

30400 TELEGRAPH, SUITE 444

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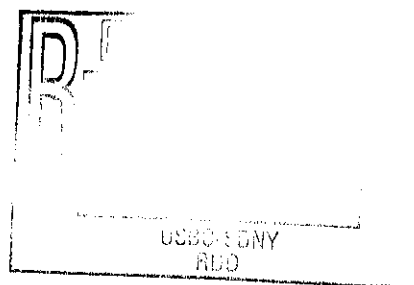
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PHILIP SOTIROFF
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LAWRENCE A. TOWER
ROBERT B. GOLDI
KEITH A. SOTIROFF
MATTHEW J. BOUFFORD

March 12, 2007

United States Bankruptcy Court
Southern District of New York
Delphi Corporation Claims
Bowling Green Station
P.O. Box 5058
New York, New York 10274-5058

In re: Delphi Corporation, et al, Debtors
Chapter 11; Case No. 05-44481 (RDD)



Dear Sir/Madam:

Enclosed for filing, please find Response of Creditor Michigan Heritage Bank to Debtor's Ninth Omnibus Objection to Certain Claims (3.5 inch disk included for Bankruptcy Clerk) relative to the above-referenced matter. Once filed, please return a time-stamped acknowledgement copy to the undersigned in the self-addressed stamped envelope provided.

Thank you for your cooperation.

Very truly yours,

Robert B. Goldi

RBG/plb
enclosure

cc: Anthony S. Albanese

Honorable Robert D. Drain ✓

Delphi Corporation (attn: General Counsel)

John Wm. Butler, Jr., John K. Lyons and Joseph N. Wharton (counsel to Debtors)

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

Chapter 11

DELPHI CORPORATION, ET AL,

Case No. 05-44481 (RDD)

Debtor,
_____/

**RESPONSE OF CREDITOR MICHIGAN HERITAGE BANK
TO NINTH OMNIBUS OBJECTION**

NOW COMES, Creditor Michigan Heritage Bank, a Michigan banking corporation, by and through its attorneys, Sotiroff & Abramczyk, P.C., and for its response to Debtor's Ninth Omnibus Objection, states as follows:

1. Creditor Michigan Heritage Bank ("MHB") is the Lessor under Equipment Schedule No. 007 dated October 7, 2003 to Master Lease Agreement dated as of March 30, 2001, wherein Delphi Corporation is the Lessee (the "Lease").
2. Debtor is currently utilizing the subject Equipment under the Lease and the Lease has not been assumed.
3. MHB filed a Proof of Claim on or about May 30, 2006 (copy attached) in the amount of \$766,355.00 representing the balance due under the Lease as of such date.
4. MHB objects to the proposed modification of its claim as the amount due MHB is in excess of the proposed modification.

WHEREFORE, Michigan Heritage Bank requests that its filed Proof of Claim be allowed in full without modification.

Dated: March 6, 2007

SOTIROFF & ABRAMCZYK, P.C.

By: 

Robert B. Goldi (P39286)

Attorneys for Michigan Heritage Bank
30400 Telegraph Road, Suite 444
Bingham Farms, Michigan 48025
(248) 642-6000

UNITED STATES BANKRUPTCY COURT <u>Southern</u> DISTRICT OF <u>New York</u>		PROOF OF CLAIM
Name of Debtor Delphi Corporation		Case Number 05-44481
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (The person or other entity to whom the debtor owes money or property): Michigan Heritage Bancorp. Bank		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.
Name and address where notices should be sent: Michigan Heritage Bancorp. Bank 283400 Orchard Lake Rd Farmington Hills MI 48334		
Telephone number: (248) 538-2510		THIS SPACE IS FOR COURT USE ONLY
Account or other number by which creditor identifies debtor: Lease Number 00025-001		Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated: _____
1. Basis for Claim <input type="checkbox"/> Goods Sold / Services Performed <input type="checkbox"/> Customer Claim <input type="checkbox"/> Taxes <input type="checkbox"/> Money Loaned <input type="checkbox"/> Personal Injury <input checked="" type="checkbox"/> Other <u>Lease of personal property</u>		
2. Date debt was incurred: October 7, 2003		
3. If court judgment, date obtained:		
4. Total Amount of Claim at Time Case Filed: \$ <u>766,355.00</u> (unsecured) (secured) (priority) (Total) If all or part of your claim is secured or entitled to priority, also complete Item 5 or 7 below.		
<input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
5. Secured Claim. <input checked="" type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input checked="" type="checkbox"/> Other <u>Personal property</u> Value of Collateral: \$ <u>912,565.00</u> (10/07/2003) Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ <u>766,355.00</u>		7. Unsecured Priority Claim. <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000),* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(3). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6). <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8). <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____). *Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment. \$10,000 and 180-day limits apply to cases filed on or after 4/20/05. Pub. L. 109-8
6. Unsecured Nonpriority Claim \$ _____ <input type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.		THIS SPACE IS FOR COURT USE ONLY
8. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		
9. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. See attached Summary.		
10. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim		THIS SPACE IS FOR COURT USE ONLY
Date <u>5/23/06</u>	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): <u>Robert B. Goldi, Attorney-in-Fact</u>	

**SUPPLEMENT TO PROOF OF CLAIM FILED BY MICHIGAN HERITAGE BANK
DELPHI CORPORATION; CASE NO. 05-44481**

Lessor: MICHIGAN HERITAGE BANK (Assignee of KENSINGTON CAPITAL CORPORATION), 28300 Orchard Lake Road, Suite 200, Farmington Hills, Michigan 48334

Lessee: DELPHI CORPORATION (F/K/A DELPHI AUTOMOTIVE SYSTEMS CORPORATION), 32 Celebrity Wagon, El Paso, Texas 79906-5315

Lease Agreement: EQUIPMENT SCHEDULE NO. 007 DATED OCTOBER 7, 2003 TO MASTER LEASE AGREEMENT NO. 1137 DATED AS OF MARCH 30, 2001

Equipment Cost: \$912,565

Monthly Rent: \$11,178.92

Term: 72 months in arrears

Equipment Location: DELPHI ENERGY & ENGINE MANAGEMENT SYSTEMS, 32 Celebrity Wagon, El Paso, Texas 79906-5315 (El Paso County)

Equipment Description; Machine Type: Vanguard, si2SLS System

- 1-BDS Celebrity Vanguard HS Option with Celebrity Beam Delivery System
- 1-Application Software
- 1-Opti-Scale Software
- 1-One Year Warranty
- 1-Installation & Calibration
- 1-Four Day On-Site Operations and Quick Start
- 1-Pentium Processor, 1.0 GHz-Windows 2000 Software
- 1-17" Computer Monitor
- 1-Lytron Chiller Assembly
- 1-Materialise Magics RP Version 6.x
- 1-Break Out Station
- 1-BOS Tool Kit consisting of two knife sets, one file set, sculpting & cleaning tools, brush
- 1-Bead Blaster Cabinet with Gloves
- 3-Bead Blaster Media
- 1-Vacuum Cleaner with Attachments, 115v, 60Hz, 1 Phase
- 6-DuraForm PA (Polyamide) 22 lb. (10 Kg.) drums
- 6-DuraForm CF (Glass-Filled) 33 lb. (15 Kg.) drums
- 5-Somos 20122 lb. (10 Kg.) drums
- 1-Materialise Rapid Tooling Module for Creating Cores & Cavities
- 1-Laser Form Oven Assembly
- 1-5 Year Full Warranty-Laserform Oven
- 1-LaserForm Oven Installation & Calibration
- 1-Three (3) Day On-Site Customer Training
- 1-LaserForm Start Up Kit - Air Duster Assembly
- 8-LaserForm ST-100 Powder-44 lb. (20 Kg.) Drums
- 2-Bronze Infiltrant-Large
- 2-Bronze Infiltrant-Small
- 4-Premier Vanguard 4 Yr. Maintenance Agreement
- 1-Viper si2 Stereolithography Apparatus
- 4-Premier Viper 4 Yr. Maintenance Agreement
- 1-Laser Replacement for Viper si2 SLAS System